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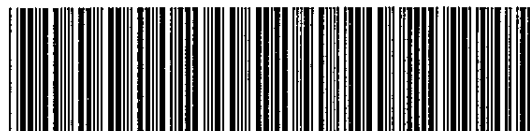
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

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**His Open Arms  
P.O. Box 36305  
Pensacola, Florida 32516  
(850) 432-4211**

September 24, 2003

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

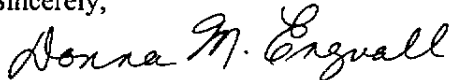
Re: Incorporation of His Open Arms

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Incorporation for His Open Arms. Please file Articles of Incorporation with the Department of State. We have enclosed a check in the amount of \$78.75 for filing fees.

If you have questions or need additional information feel free to contact me at the address listed below.

Sincerely,



Donna M. Engvall  
Incorporator

His Open Arms  
P.O. Box 36305  
Pensacola, Florida 32516  
(850) 432-4211

Enclosure

**ARTICLES OF INCORPORATION**

**FOR**

**HIS OPEN ARMS, INC.**

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**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation shall be His Open Arms, Inc.

**ARTICLE II - PRINCIPAL OFFICE/MAILING ADDRESS**

The principal place of business of the corporation is 110 West Gadsden Street, Pensacola, Florida 32501 and the mailing address is P.O. Box 36305, Pensacola, Florida 32516

**ARTICLE III - DURATION**

The corporation shall have perpetual duration.

**ARTICLE IV - PURPOSE**

The corporation is a not for profit corporation organized and existing for religious and charitable purposes. The main purpose of this organization is to propagate the gospel of Jesus Christ by all available means, both at home and in foreign lands. Further, the general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

The specific purposes for which the corporation is organized are:

- (1) To spread the Gospel of the Lord Jesus Christ in the worst and darkest areas of the world.
- (2) To rescue those bound by poverty, drugs, and prostitution and bring them into a living relationship with the Savior, Jesus Christ.
- (3) To build relationships with the broken and hopeless in needy areas through simple acts of kindness. To treat them with dignity and respect as we meet their physical needs.
- (4) To minister to the Body of Christ through preaching, teaching, counseling, and the conduct of religious services and worship.
- (5) To assume our share of responsibility and the privileges of propagating the gospel of Jesus Christ by all available means, both at home and in foreign lands and in pursuance of said purposes to engage in whatever form of religious worship or activity that may be necessary to promote such purposes, and to exercise and enjoy all rights and privileges incident to such purposes.

- (6) To make, enter into and perform contracts of every kind and description necessary, advisable or expedient in carrying out the purposes of the corporation, and to that end to receive, hold and administer the funds of the corporation for the said purposes.
- (7) To have and maintain one or more offices within the State of Florida and conduct any of its affairs in the State of Florida or elsewhere within and without the United States.
- (8) To have the authority, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things necessary, useful, suitable, desirable or proper for the furtherance and attainment of purposes of the corporation.

#### **ARTICLE V - MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is set forth in the by-laws of the corporation.

#### **ARTICLE VI - LIMITATION OF POWERS**

(1). **No Private Inurement:** No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

(2). **No Political Activity:** No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(3). **No Unpermitted Activities:** Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue code of 1986 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

(4). **Distribution of Assets Upon Dissolution:** Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious or charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code or 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VII - DIRECTORS/OFFICERS

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a board of directors. The number of directors shall be five, provided the number of directors may be changed by the board as long as there are never less than three.

The initial board of directors shall be chosen by the incorporator. Officers shall be nominated and elected by the appointed directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of officers and directors shall take place at the annual meeting in the manner as set forth in Article IV of the By-laws of the organization. Officers and directors of this organization shall be elected for a term of one year. Persons officially on duty when election of directors and officers is held shall be permitted to vote by absentee ballot.

Unless otherwise provided in By-laws, the corporation shall have as officers a president, one or more vice-presidents, a secretary, and a treasurer which shall be chosen by the board of directors and the officers shall serve at the pleasure of the board of directors. A person may serve as one or more officers.

The annual meeting of the corporation shall be held in October of each year on the date set by the President. Annual meetings of the corporation may be held in or out of the State of Florida.

The following persons are designated to act as directors for the first year of corporate existence or until their respective successors shall be duly qualified:

Name and Address	Office
Donna M. Engvall 110 West Gadsden St. Pensacola, FL 32501	Director
Susan Mead 4677 Petra Circle Pensacola, FL 3252	Director
Rick Humphreys 257 East Lee St. Pensacola, FL 32506	Director
John Engvall 149 Wiegand Dr. Nine Mile Point, LA 70094	Director
Steve Pearce 422 Bay Pine Villa Pensacola, FL 32506	Director

**ARTICLE VIII - INCORPORATORS**

The name and address of each incorporator is:

Donna M. Engvall  
110 West Gadsden St.  
Pensacola, FL 32501

**ARTICLE IX - INITIAL REGISTERED OFFICE/AGENT**

The street address of the initial registered office of this corporation is 110 West Gadsden Street, Pensacola, Florida 32501, and the registered agent at this address is Donna M. Engvall whose written acceptance as such follows these Articles.

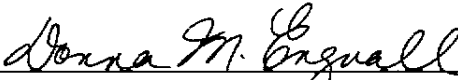
**ARTICLES X - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors.

**ARTICLE XI - AMENDMENT**

Amendments to these Articles of Incorporation may be made by the board of directors by resolution adopted by two-thirds vote of a quorum of directors.

The undersigned incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of October, 2003.

  
\_\_\_\_\_  
Donna M. Engvall

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

His Open Arms, Inc.

2. The name and address of the registered agent and office is:

Donna M. Engvall  
110 West Gadsden Street  
Pensacola, Florida 32501

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Donna M. Engvall  
Donna M. Engvall

Date October 1, 2003

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TALLAHASSEE FLORIDA